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June 28, 2018

BY ECF AND E-MAIL

Honorable Richard J. Sullivan
 United States District Court
 Southern District of New York
 40 Foley Square, Room 905
 New York, New York 10007

Re: *In re Tribune Co. Fraudulent Conveyance Litig.*, 11-MD-2296; *Kirschner v. FitzSimons, et al.*, No. 12-CV-2652

Dear Judge Sullivan:

Pursuant to paragraphs 11 and 23 of Master Case Order No. 3, dated September 7, 2012, we write to request that Kirkland & Ellis LLP, be appointed to the defense executive committees in *Kirschner v. FitzSimons, et al.*, No. 12-CV-2652 (the “Committee/Trustee Action”) and the Individual Creditor Actions¹ as counsel in the “Large Shareholder” and “Large Private Beneficial Owners” categories (respectively) of defense representatives identified in that Order. (ECF No. 45 ¶¶ 5, 24.)

The basis for this request is that Kirkland & Ellis is substituting for Katten Muchin Rosenman LLP as counsel of record for the Robert R. McCormick Foundation and the Cantigny Foundation (the “Foundations”). The Foundations are among the institutions in the “Large Shareholders Group” represented by counsel on the defense executive committee. (*Id.* ¶ 24) Moreover, the McCormick Foundation was among the single largest holders of Tribune Company stock at the time of Tribune’s 2007 leveraged buyout and thus has among the largest stakes in the outcome of the Litigation Trustee’s claims challenging payments to Tribune’s shareholders as alleged fraudulent conveyances. Under these circumstances, we respectfully request that Kirkland be added as a representative of the Large Shareholder Defendants for the Committee/Trustee Action and as a representative of the Large Private Beneficial Owners Group for the Individual Creditors Actions.²

¹ The case numbers are listed in Exhibit A to Master Case Order No. 3.

² Although the Individual Creditor Actions are currently on appeal, the Court retains jurisdiction over its designation of counsel to participate in the executive committee, as this request does not impact the issues currently before the Second Circuit. See, e.g., *In re Chevron Corp.*, 749 F. Supp. 2d 170, 179 (S.D.N.Y. 2010) (district court jurisdiction is divested during appeal only as to “those aspects of the case involved in the appeal”).



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With the Court's permission, Katten would continue to serve on the defense executive committees, as it has for the last 5 ½ years, though as the representative of other large former shareholders of Tribune, not the McCormick or Cantigny Foundations. Neither the Foundations nor their substitute counsel nor any current member of the defense executive committees objects to this arrangement.

If the Court would prefer that this request be made by means of a formal motion to amend Master Case Order No. 3, we of course will file such a motion and do so forthwith.

Katten Muchin Rosenman LLP

By:

A handwritten signature in black ink that appears to read "David Bohan".

David C. Bohan

Kirkland & Ellis LLP

By:

A handwritten signature in blue ink that appears to read "Mark Filip".

Mark Filip
(Pro hac vice pending)